

Sands, Esq.

April 29, 2003

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bonus checks that these men were accustomed to receiving throughout their decades of employment with Centex Rooney. There was nothing on the face of the checks, or in attached documentation, that would indicate or even suggest that a minuscule portion of the bonuses represented grossed up, dollar for dollar reimbursement for unspecified historical political contributions.

Indeed, it is abundantly clear from the Complaint and the attached affidavits that Messrs. Adams, Glenewinkel, Petrangeli, Southern and Wood were not the planners or organizers of Centex Rooney's alleged practice of reimbursing managers for political contributions, and it is equally clear that none of these men was responsible for determining or calculating the Discretionary Management Bonuses at issue, much less determining or calculating unidentifiable amounts within those bonuses that apparently represented reimbursement of certain political contributions.

I. FACTUAL BACKGROUND

A. The Complaint

By way of background, Centex Rooney is a highly regarded construction company located in Florida. Bob Moss was Chairman, President and CEO of Centex Rooney since joining the Company in 1986, and in 2000 was promoted to the position of Chairman and CEO of Centex Construction Group ("CCG"), which is the parent corporation of Centex Rooney.

Gary Esporin joined Centex Rooney, as Chief Financial Officer, at approximately the same time as Mr. Moss, and was promoted to the additional position of co-CFO of CCG in 2000, reporting directly to Mr. Moss.

Centex Rooney afforded its managers several incentive compensation plans resulting in bonuses, and a percentage of the bonus pool was reserved for Discretionary Management Bonuses, determined solely by Mr. Moss.

As part of the Company's emphasis on relation-building and marketing, Centex Rooney, and Mr. Moss in particular, encouraged its managers to participate in community affairs, to attend fund-raisers, and to make political contributions. Mr. Moss and Mr. Esporin requested that managers keep the Company informed about their community activities and report the amounts and recipients of any political contributions that were made.

There is no suggestion in the Complaint that Messrs. Adams, Glenewinkel, Petrangeli, Southern or Wood should have known, or would have been able, to question the internal reporting practices put into place by their superior, Mr. Moss.

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The Complaint alleges that some of those political contributions made were reimbursed to Centex Rooney managers as a small, unidentified part of substantial, fiscal-year-end bonus checks received.

According to the Complaint, Mr. Esporin kept track of reported contributions and calculated the amounts that employees would be reimbursed, "grossing up" the amounts to offset tax liability. Mr. Esporin's calculations were set out in documents that were not distributed to other managers, and the bonus checks that were issued did not indicate that a portion of the funds constituted reimbursement for political contributions. To the contrary, there was nothing on the checks to indicate that they were anything other than standard annual bonuses.¹

The single individual identified in the Complaint as the "director" of Centex Rooney's reimbursement practice is Mr. Moss, and the only individual identified as having "facilitated" the practice is Mr. Esporin. Thus, the Complaint makes it very clear that Mr. Moss and Mr. Esporin are the only two individuals with knowledge of, and responsibility for, the reimbursement practice that the Complaint describes.

The Complaint nowhere identifies Messrs. Adams, Glenewinkel, Petrangeli, Southern or Wood as participating in any way in facilitating or implementing the contribution reimbursement practice. Nor does the Complaint suggest that these five men requested reimbursement for their own political contributions, and it is clear that they were not involved in determining the amounts of, or rationale for, Discretionary Management Bonuses. Even more critically, the Complaint nowhere indicates that Mr. Adams, Mr. Glenewinkel, Mr. Petrangeli, Mr. Southern or Mr. Wood were aware of the decisions by Mr. Moss and Mr. Esporin to pay unidentified, grossed-up, dollar for dollar reimbursement for certain historical political contributions.

B. Individual Contributions

The contributions at issue here were isolated and infrequent:

- Mr. Adams – single \$500 contribution to Bush for President in 1999

¹ Although, as explained in his accompanying affidavit, Mr. Southern signed a document for Fiscal Year 2001 titled Distribution of Incentive Compensation Pool, which contains a column for Discretionary Management Bonuses (AP – 008), Mr. Southern had no responsibility for determining the amounts of such bonuses. That responsibility was solely that of Mr. Moss, and Mr. Southern was never told how any of the bonuses, including his own, were calculated. Moreover, the Discretionary Management Bonus amounts set forth in AP – 008 are not in any way identified as reimbursements for political contributions.

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- **Mr. Glenewinkel** – four contributions totaling \$1,000 in 1999; five contributions totaling \$3,100 in 2000; a single \$100 contribution 2001; and a single \$1,000 contribution in 2000 ²
- **Mr. Petrangeli** – single \$500 contribution to Welden for Congress in 2000
- **Mr. Southern** – single \$1,000 contribution to Bush for President in 1999 and a single \$500 contribution to Gallagher for Senate in 2000
- **Mr. Wood** – single \$500 contribution to McCollum for Senate in 1997, and a single \$500 contribution to McCollum for Senate in 1998

Mr. Adams, Mr. Glenewinkel, Mr. Petrangeli, Mr. Southern and Mr. Wood did not know, or even contemplate, that they were breaking any laws by making these small contributions, all of which were completely voluntary. Nevertheless, the five men have repaid the Company all of the money purportedly reimbursed to them plus interest.³

C. The Unidentified Reimbursements

The Complaint, along with the accompanying affidavits, makes it clear that Mr. Adams, Mr. Glenewinkel, Mr. Petrangeli, Mr. Southern and Mr. Wood were not involved in, or responsible for, Centex Rooney's alleged practice of reimbursing managers for political contributions via unidentified components of Discretionary Management Bonuses. As shown above, none of the five men played any role in determining the amounts of Discretionary Management Bonuses – the vehicle through which the alleged reimbursements occurred. With respect to the Discretionary Management Bonuses, none of the men ever saw a breakdown of the

² Two of Mr. Glenewinkel's 1999 contributions referenced in the Complaint – the Brown contribution and the Bush contribution – were contributions made by another Centex Rooney employee, D.J. McGlothorn, but there is nothing in the Complaint to indicate that Mr. McGlothorn made the contributions at Mr. Glenewinkel's request, or that anyone intended to conceal the identity of the actual contributor. The Complaint lists these two contributions as being reimbursed to Mr. Glenewinkel because Mr. Glenewinkel reimbursed Mr. McGlothorn for the contributions, and then provided Mr. Esporin with copies of the checks in order to keep him informed of the political contributions made by members of the business unit Mr. Glenewinkel supervised. Ultimately, according to the Complaint, Mr. Glenewinkel was himself reimbursed for the two McGlothorn contributions via an unidentified component of his 1999 Discretionary Management Bonus.

³ Significantly, none of the contributions at issue here made by Messrs. Adams, Petrangeli, Southern and Wood, even when aggregated annually, reach the over \$2,000 threshold necessary for imposition of misdemeanor penalties. There is only one year, 2000, in which Mr. Glenewinkel's aggregate contributions (\$3,100) exceeded \$2,000.

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components of those bonuses, none of them knew exactly which factors were considered in calculating the bonuses, and none of them knew what weight was given to the fact that they made, or did not make, political contributions.

Moreover, the amounts of the undifferentiated individual bonuses dwarfs the amounts of the reimbursed political contributions that are purported to be an unidentified component of those bonuses:

- Mr. Adams received a _____ bonus for 2000, and was purportedly reimbursed for a single \$500 contribution
- Mr. Glenewinkel received bonuses of _____ for 2000, 2001, and 2002, and was purportedly reimbursed for contributions of \$1,000 in 1999, \$3,100 in 2000, \$100 in 2001, and \$1,000 in 2002
- Mr. Petrangeli received a _____ bonus for 2000, and was purportedly reimbursed for a single \$500 contribution
- Mr. Southern received a _____ bonus for 2000, and was purportedly reimbursed for two contributions totaling \$1,500
- Mr. Wood received a _____ bonus for 2000, and was purportedly reimbursed for two contributions totaling \$1,000

There is obviously no correlation between the small political contributions made and the significant amounts paid in bonuses to these men, and there is no logical reason to believe that any of these managers would have linked their small and isolated political contributions to their bonuses. On the contrary, these men knew that their bonuses were linked to concrete business results, and their affidavits so state.

Significantly, there is absolutely no proof, or even reason to suspect, that Mr. Adams, Mr. Glenewinkel, Mr. Petrangeli, Mr. Southern or Mr. Wood believed that making and internally reporting the small political contributions listed above was a violation of law. At the outset, the internal reporting practice was mandated by a superior: Mr. Moss. In addition, the Complaint itself, as well as the affidavits, makes it clear that there was nothing secretive or covert about the internal reporting process. And significantly, the Centex Code of Conduct, which addressed political contributions during the years in question, did not indicate that the contribution and reporting practice outlined above could violate applicable regulations.

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D. Centex/Rooney and Its Employees

Centex Rooney is a highly regarded company with no history of improper behavior. The Company maintains high ethical standards and does its best to conduct business within both the letter and spirit of applicable laws. Our clients are all dedicated to the Company, proud of its accomplishments, and committed to doing their jobs in an appropriate and professional manner.⁴ They are likewise committed to correcting any inadvertent violation of the Act that possibly occurred without their knowledge.

II. RELEVANT LAW

Pursuant to Section 441f of Title 2 of the Act, "no person shall make a contribution in the name of another or knowingly permit his name to be used to effect such a contribution." Commission regulations make explicit that the prohibitions of Section 441f apply to individuals who help or assist in the making of contributions in the name of another. 11 C.F.R. § 110.4(b). Pursuant to 2 U.S.C. § 441b, a corporation may not make a contribution in connection with the election of a candidate to federal office. Taking the allegations of the Complaint as true, there is simply no evidence that Mr. Adams, Mr. Glenewinkel, Mr. Petrangeli, Mr. Southern or Mr. Wood themselves made a contribution in the name of another, helped or assisted in making contributions in the name of another, or made a political contribution from the corporation.

Moreover, a knowing and willful violation of any provision of the Act requires, at a minimum, that the person charged has full knowledge of the facts and recognizes that his alleged actions are prohibited by law. *Federal Election Comm'n v. John A. Dramesi for Congress Committee*, 640 F. Supp. 985, 987 (D. N.J. 1986). In fact, when Congress amended the Act in 1976, it expressed concern about the complex and technical nature of the statute and the potential that non-culpable persons might be caught up in unidentifiable violations of law. See 122 Cong. Rec 8577 (March 30, 1976 statement of Representative Rostenkowski). During the House

⁴ Mr. Adams has been with Centex for 17 years. After joining Centex Rodgers, a subsidiary of Centex Corporation, in April 1984, he moved to Centex Rooney in 1987, became Vice President in 1994 and in 1996 was named Criminal Justice Division Manager. Mr. Glenewinkel has also been with Centex Rooney for 17 years, and is currently Executive Vice President and Chief Operating Officer for South Florida Operations. Mr. Petrangeli has been with Centex Rooney for 19 years, currently as President. Mr. Southern has been with Centex Corporation for 28 years, currently as Vice Chairman and Chief Executive Officer for Centex Rooney and Executive Vice President for Centex Construction Group, Inc. Finally, Mr. Wood has been with Centex Rooney for 25 years, currently as Executive Vice President and Chief Operating Officer of Central/North Florida Operations.

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debates on the Conference Report for the 1976 Amendments, Congressman Hays specifically reiterated that the phrase "knowing and willful" referred to "actions taken with full knowledge of all of the facts and a recognition that the action is prohibited by law." 122 Cong. Rec H 3778 (May 3, 1976 remarks of Congress Hays).

III. ANALYSIS

A. Mr. Adams, Mr. Glenewinkel, Mr. Petrangeli, Mr. Southern and Mr. Wood Were at Most "Conduits"

The Commission has taken great care that its sanctions are commensurate with the scope of an individual's involvement in the alleged violation. Thus, the Commission has taken no action against, or at most admonished, those persons whose participation in reimbursement of political contributions was limited to knowing receipt of reimbursements. See *New Enterprise Stone & Lime Co., Inc. et al*, MUR-3508 (1992) (no action taken against employees who were reimbursed for their contributions but had no involvement in devising or approving the reimbursement plan; only the three officers who devised the plan were found to have knowingly and willfully violated the Act); *Future Tech Int'l, Inc.*, MUR-4334 (1998) (no action taken against 26 employees, even though the employees were found to have violated the Act by making contributions in the name of another and, unlike the instant case, knew their contributions would be reimbursed by the company); *Mattel et. al.*, MUR-5187 (2002) (issuing letters of admonishment to employees who had been reimbursed for political contributions but were not found to have knowingly and willfully violated the Act).

Here, the record is clear – taking the allegations in the Complaint as true – that Mr. Adams, Mr. Glenewinkel, Mr. Petrangeli, Mr. Southern and Mr. Wood were, at most, involved in Centex Rooney's alleged reimbursement practice as infrequent and isolated reimbursement conduits. These five men made voluntary political contributions of their own choosing, and later may have been reimbursed for those contributions through bonus checks that nowhere itemized the alleged and relatively minuscule dollar for dollar, grossed-up reimbursements of historical contributions. Accordingly, Messrs. Adams, Glenewinkel, Petrangeli, Southern and Wood are no different than the individuals in *New Enterprise*, *Future Tech*, and *Mattel*, against whom the Commission took no action because they were not involved in developing the reimbursement programs at issue in those cases, but were simply conduits of the contributions.

B. There Was No "Knowing and Willful" Violation of the Act

There is simply nothing before the Commission to indicate that Mr. Adams, Mr. Glenewinkel, Mr. Petrangeli, Mr. Southern or Mr. Wood ever knew, or even contemplated, that there was anything wrong with their actions. They followed the direction of Mr. Moss, their superior, in internally reporting their campaign contributions. There is no suggestion of secretiveness or other guilty behavior by these men. In fact, as set forth above, even the Centex Code of Conduct failed to put them on notice that their acts could constitute potential violations of law.

In fact, the record affirmatively demonstrates a total lack of willfulness on the part of each of these men. None of them engaged in any behavior designed to hide or conceal their activities. Thus, Messrs. Adams, Glenewinkel, Petrangeli, Southern and Wood are completely unlike the officer in *General Cigar Co., Inc.*, MUR-4286 (1996), who was found to have knowingly and willfully violated the Act because he concealed contribution reimbursements using an untraceable expense account, and virtually identically situated to the individual employees in *General Cigar*, who were merely reimbursed for political contributions and found not to have knowingly and willfully violated the Act.

IV. CONCLUSION

Because Mr. Adams, Mr. Glenewinkel, Mr. Petrangeli, Mr. Southern and Mr. Wood were, at most, involved as unknowing conduits for isolated contribution reimbursements, the Commission should not take any action against them. As set forth above, there is no evidence that these men violated the Act. They clearly did not plan or organize the alleged reimbursement practice at issue, and none of them had responsibility for the Discretionary Management Bonus program that was the purported vehicle for unidentified reimbursements. Perhaps most importantly, these men did not request the reimbursements they apparently received in grossed up, unidentified form. Again, these men are, at most, unknowing conduits of small and isolated contribution reimbursements – against whom the Commission routinely takes no action.

Similarly, and again taking the allegations in the Complaint as true, Mr. Glenewinkel, in his 1999 reimbursement of Mr. McGlothern, was clearly not involved in helping or assisting Mr. McGlothern to make a political contribution in the name of another. Mr. Glenewinkel, as his affidavit demonstrates, did not intend, or in fact make, a political contribution using Mr. McGlothern's name. Moreover, Mr. Glenewinkel had no idea that his attempt to ease the strain of Mr. McGlothern's out-of-pocket expenses could conceivably constitute a violation of the Act. And again, Mr. Glenewinkel's open and honest, as opposed to secretive behavior, further demonstrates any lack of wrongful intent on his part.

WHITE & CASE
LIMITED LIABILITY PARTNERSHIP

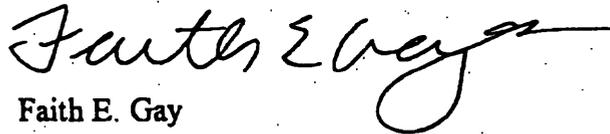
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Even so, in effort to make right a possible violation of which they were not aware, Mr. Adams, Mr. Glenewinkel, Mr. Petrangeli, Mr. Southern and Mr. Wood have paid back all monies that, according to the Complaint, were reimbursed to them for political contributions.

Accordingly, we respectfully request that the Commission find that Mr. Adams, Mr. Glenewinkel, Mr. Petrangeli, Mr. Southern and Mr. Wood have not violated the Act.

If you have any questions, please do not hesitate to contact me at any time. My work number is (305) 995-5218 and my cell phone number is (305) 632-5423.

Respectfully Submitted,



Faith E. Gay

FEG:w

SWORN STATEMENT OF TED ADAMS

1. My name is Ted Adams. I have been Senior Vice President and Criminal Justice Divisions Manager of Centex Rooney Construction Company, Inc. since 1996.
2. I have recently been told that I was reimbursed by the Company in my bonus for Fiscal Year 2000, for a \$500 contribution I made to Bush for President in 1999.
3. My total bonus for Fiscal Year 2000 was _____ I received this bonus in three separate checks, none of which indicated that I received reimbursement for my political contribution to the Bush campaign.
4. I had no idea that Centex Rooney paid me a grossed-up, dollar for dollar reimbursement for the 1999 Bush contribution. Indeed, I was never told all factors considered when determining the amount of my bonus for 2000, or any other year.
5. Between 1998 and present, I was responsible for making certain my business unit met its minimum business goals. I knew that I would not receive a bonus at all if my business unit did not meet its minimum numbers for the year. Fortunately, I always met, and far exceeded, the minimum goals for my business unit.
6. Bob Moss – former Chairman of Centex Rooney and former Chief Executive Officer of Centex Construction Group – encouraged political contributions, but I was not forced by Mr. Moss, or anyone else at Centex Rooney, to make any political contributions. I made my political contribution to President Bush of my own volition, and would do so again today.
7. I understood that the Company looked favorably upon those who made political contributions, and wanted to track contributions, charitable donations, and community involvement of managers. Thus, I sent a copy of my 1999 \$500 check for President Bush to Gary Esporin – Senior Vice President and Co-Chief Financial Officer of Centex Construction Group.
8. I did not intend to violate any laws when I made the contribution to Bush in 1999, or when I sent a copy of my check for that contribution to Mr. Esporin.
9. I never entered into any agreement with anyone to violate federal campaign contribution laws. I never knew that my actions with regard to the Bush contribution in 1999, and receipt of my bonuses from the Company, involved any potential wrongful, or even questionable, behavior.
10. I did not knowingly or willfully violate any federal campaign contribution laws at any time.

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11. I was not involved in any way in devising, implementing or approving bonuses for managers at Centex Rooney.

12. At the Company's request, I have paid back the monies with interest that I am told were reimbursed to me for my 1999 \$500 contribution to the Bush campaign.

FURTHER AFFIANT SAYETH NOT

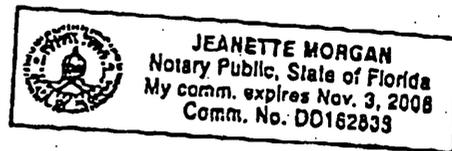
Ted Adams
TED ADAMS

STATE OF Florida

COUNTY OF Morgan

The foregoing instrument was acknowledged before me this 29th day of April, 2003 by Ted Adams, who is personally known to me or who has produced FLDL # A752-338-55-069-0 as identification and who did take an oath.

Jeanette Morgan
Notary Public, at Large
State of Florida



Jeanette Morgan
Print Name

SWORN STATEMENT OF GARY GLENEWINKEL

1. My name is Gary Glenewinkel. I currently am Executive Vice President and Chief Operating Officer at Centex Rooney Construction Company, Inc.
2. I commonly make political contributions, and have contributed to various political campaigns over the years.
3. I have recently been told that I was reimbursed by the Company, in my bonuses for Fiscal Years 2000 through 2002, for a number of political contributions. I have been told that I was reimbursed for the following contributions I made in 1999: a \$500 contribution to Corrine Brown for Congress, a \$500 contribution to McCollum for Senate, a \$500 contribution to Bush for President and a \$500 contribution to ABC/PAC. I was further told I was reimbursed for my contributions in 2000 of \$500 to Gallagher for Senate, \$1,000 to Shaw for Congress, \$500 to McCollum for Senate and \$100 to Bush for President. I was also told I was reimbursed for my \$100 contribution to ABC/PAC in 2001, and my \$1,000 contribution to Shaw for Congress in 2002.
4. My bonuses for Fiscal Years 2000, 2001, and 2002 were respectively . I did not know that Centex Rooney reimbursed me for campaign contributions in the bonuses I received for those years.
5. I frequently received requests from my clients to make contributions to various political campaigns. I consider it good for my business unit to attend fundraisers and make contributions when I support the candidate. Thus, I made various political contributions over the years of my own volition. I viewed these political contributions as reflecting well upon my business unit within the Company.
6. I did not expect to be reimbursed by Centex Rooney for the political contributions I made. I did not make any political contributions with the intent of being reimbursed by Centex Rooney, or with the intent to violate any federal law. I was never told that I would be reimbursed by the Company for my political contributions. Moreover, I knew that my bonus for each year depended upon the success of the business for that year, and I could potentially receive no bonus for any given year if the business goals for my unit were not met.
7. I forwarded copies of checks that I wrote for political contributions to Gary Esporin – Senior Vice President and Co-Chief Financial Officer of Centex Construction Group – because I understood that the Company looked favorably upon those who made political contributions, and such contributions would be considered as one factor when decisions were made regarding business development and business unit success. I never thought there was a correlation between my political contributions and my bonuses.
8. I never saw any document itemizing the composition of my bonus for any year, and I was never told all of the factors taken into consideration when determining the amount of my bonuses.

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9. I now understand that reimbursements for my political contributions were contained in my Discretionary Management bonuses each year.

10. I was not involved in devising, implementing or approving Discretionary Management Bonuses for senior managers at Centex Rooney. I never questioned, and I was never told, how the Discretionary Management Bonuses were calculated.

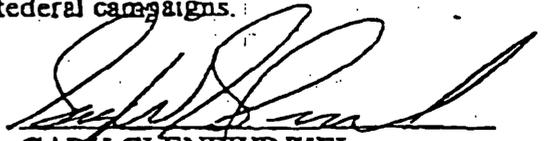
11. I did not know that my receipt of Discretionary Management Bonuses, and forwarding the paperwork for the above referenced contributions to Mr. Esporin was potentially wrongful, or even questionable. I did not intend to violate any laws when I made any political contributions, or when I sent copies of my checks for political contributions to Mr. Esporin. I further did not intend to violate any laws by accepting my Discretionary Management Bonuses from the Company. I never entered into any agreement with anyone to violate the federal campaign contribution laws.

12. Further, I did not intend to violate the law by writing D.J. McGlothern a check on April 3, 2000 for contributions he made on his own behalf. I did not intend for Mr. McGlothern to make donations for me in his name, and I did not require that Mr. McGlothern make the donations. Further, I did not think it was wrong to write Mr. McGlothern a check for contributions he made on his own behalf. Simply put, Mr. McGlothern was less well-compensated than me, and, as his boss, I did not want him to incur unnecessary out of pocket expenses. Again, I had no idea that federal law prohibited my reimbursement of Mr. McGlothern for a donation he made on his own behalf.

13. When I submitted copies of my check to Mr. McGlothern, and Mr. McGlothern's checks to political candidates, to Mr. Esporin, I did not intend to be reimbursed for the check I wrote to Mr. McGlothern. Instead, I simply wanted to keep the Company informed of the political contributions that were being made by members of my business unit since political contributions reflected well on the unit as a whole.

14. At the Company's request, I have paid back with interest the monies I am told were reimbursed to me for contributions to federal campaigns.

FURTHER AFFIANT SAYETH NOT


GARY GLENEWINKEL

STATE OF Florida
COUNTY OF Broward

The foregoing instrument was acknowledged before me this 29th day of April, 2003 by Gary Glenewinkel, who is personally known to me or who has produced _____ as identification and who did take an oath.


Notary Public, at Large
State of Florida
Ingrid Cottle
Print Name

INGRID L. COTTLE
My Comm Exp. 5/29/04
No. CC 940504
 Personally Known Other I.D.

SWORN STATEMENT OF ALBERT PETRANGELI

1. My name is Albert Petrangeli. I have been President of Centex Rooney Construction Company, Inc. since 2000.
2. I was recently informed that I was reimbursed by the Company, in my bonus for Fiscal Year 2000, for a \$500 contribution I made to Welden for Congress in 2000.
3. My total bonus for Fiscal Year 2000 was
4. I never saw documentation itemizing the composition of my bonus for Fiscal Year 2000 or any other year. There was no indication in my bonus payment for Fiscal Year 2000 that I received reimbursement for my 2000 contribution to Welden.
5. I made my political contribution to Welden in 2000 of my own volition. No one at Centex Rooney forced me to make any political contributions.
6. At the direction of Bob Moss – former Chairman of Centex Rooney and former Chief Executive Officer of Centex Construction Group – I forwarded a copy of the check I wrote for my contribution to Welden in 2000 to Gary Esporin – Senior Vice President and Co-Chief Financial Officer of Centex Construction Group.
7. I did not intend to violate any laws when I made the \$500 contribution to Welden in 2000, or when I sent a copy of my check for that contribution to Mr. Esporin. I was never told there would be a dollar for dollar reimbursement for my 2000 Welden contribution, or that the \$500 contribution would be grossed-up for federal tax purposes. Moreover, as set forth above, I did not know that I actually received a grossed-up reimbursement for the Welden contribution. Finally, and perhaps most importantly, I believed that I would not receive any bonus payments for a given year if my business unit did not meet its minimum financial targets.
8. I did not knowingly or willfully violate any federal campaign contribution laws at any time. I never entered into any agreement with anyone to violate the federal campaign contribution laws. I never knew that my contribution to the Welden campaign, my forwarding of the Welden check to Mr. Esporin, and my receipt of bonuses from the Company involved any wrongful, or even questionable, behavior.
9. I understand that my contribution to Welden was reimbursed in my Discretionary Management Bonus. I was not involved in any way in devising, implementing or approving Discretionary Management Bonuses at Centex Rooney.

10. At the Company's request, I have paid back with interest the monies I am told were reimbursed to me for the contribution to Welden in 2000.

FURTHER AFFIANT SAYETH NOT

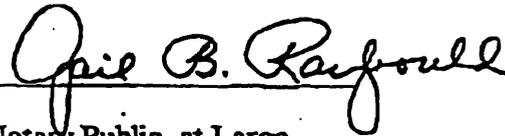


ALBERT PETRANGELI

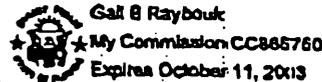
STATE OF FLORIDA

COUNTY OF BEOWARD

The foregoing instrument was acknowledged before me this 28th day of April, 2003 by Albert Petrangeli, who is personally known to me or who has produced _____ as identification and who did take an oath.



Notary Public, at Large
State of Florida



GAIL B. RAYBOULD
Print Name

23 04 406 3240

SWORN STATEMENT OF RAYMOND SOUTHERN

1. My name is Raymond Southern. I have been Vice Chairman and Chief Executive Officer at Centex Rooney Construction Company, Inc. since 2000.
2. I have recently been told that I was reimbursed by the Company in my bonus for Fiscal Year 2000 for a \$1000 contribution to Bush for President in 1999 and a \$500 contribution to Gallagher for Senate in 2000. I did not know that Centex Rooney reimbursed me for these contributions.
3. My total bonus for Fiscal Year 2000 was
4. There was no indication in my bonus payments for Fiscal Year 2000 that a reimbursement for my contributions to Bush and Gallagher occurred.
5. I made my political contributions to President Bush in 1999 and Gallagher in 2000 of my own volition, and was not forced to make any contributions by anyone at Centex Rooney.
6. I forwarded copies of the checks that I wrote for my contributions to Bush and Gallagher to Gary Espornin - Senior Vice President and Co-Chief Financial Officer of Centex Construction Group - because I understood that Mr. Moss - former Chairman of Centex Rooney and former Chairman and Chief Executive Officer of Centex Construction Group, Inc. - looked favorably upon those who made political contributions.
7. More specifically, it was my understanding that Mr. Moss wanted to be kept abreast of all political contributions made by Centex Rooney management level employees. I believed that when this information was forwarded to Mr. Espornin, he could thus keep track of managers who made political contributions, and the campaigns that received the contributions. I never knew that Mr. Espornin used documentation of political contributions to calculate and make dollar for dollar reimbursement payments that were grossed up for tax purposes.
8. I did not intend to violate any laws when I made the contributions to Bush in 1999 and Gallagher in 2000, or when I sent copies of my checks for those contributions to Mr. Espornin.
9. Apparently, the two campaign contribution reimbursements referenced above were paid as part of my Discretionary Management Bonus in Fiscal Year 2000.
10. I was not involved in devising, implementing or approving the Discretionary Management Bonuses for myself or for other managers at Centex Rooney.

10. At the Company's request, I have paid back the monies with interest that I am told were reimbursed to me for the 1997 and 1998 contributions to McCollum.

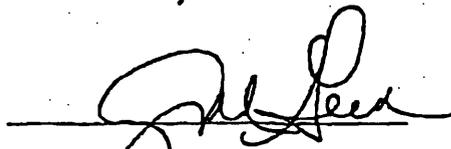
FURTHER AFFLIANT SAYETH NOT


J. MICHAEL WOOD

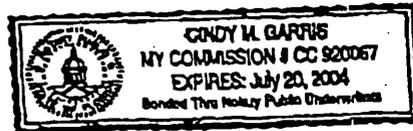
STATE OF Florida

COUNTY OF Orange

The foregoing instrument was acknowledged before me this 28 day of April, 2003 by J. Michael Wood, who is personally known to me or who has produced Personally Known as identification and who did take an oath.



Notary Public, at Large
State of Florida



Cindy M. Garris
Print Name